

BRAE CORPORATION

RECORDATION NO. **12767-F**
OCT - 1 1982 - 10 15 AM
INTERSTATE COMMERCE COMMISSION

September 23, 1982

Ms. Agatha Mergenovich, Secretary
Interstate Commerce Commission
Room 2215, 12th & Constitution
Washington, D.C. 20423

2-274A04
OCT 1 1982
10.00
Washington, D. C.

RECEIVED
OCT 1 10 00 AM '82
FEE OPERATION RR

Dear Ms. Mergenovich:

Enclosed for filing and recordation pursuant to the provisions of 49 U.S.C. Section 11303 are one original and six copies of the following document:

Agreement to Extend Lease Dated as of February 26, 1982, dated August 27, 1982, between RAILEASE Inc and The Denver and Rio Grande Western Railroad Company

This document relates to 6FB Bulkhead Flat Cars marked as follows:

D&RGW 2051, 2056, 2057, 2067, 2075, 2095

The names and addresses of the parties to the transaction evidenced by the document described above are as follows:

LESSOR: RAILEASE Inc
777 - 106th Avenue, N.E.
Bellevue, Washington 98004

LESSEE: The Denver and Rio Grande Western Railroad Company
P. O. Box 5482
Denver, Colorado 80217

It is requested that this lease supplement be filed and recorded under the names of the parties as set forth above. In view of the fact that it relates to the Equipment Trust Agreement dated as of September 30, 1980 between The Connecticut Bank and Trust Company, as Trustee, and RAILEASE Inc, previously recorded on January 14, 1981 at 9:40 a.m. and assigned recordation number 12767, we request that it be assigned the next available letter designation under that primary number.

Ms. Agatha Mergenovich, Secretary
Interstate Commerce Commission
September 23, 1982
Washington, D.C. 20423

I also enclose a check for \$10.00 for the required recordation fee.

Please return (1) your letter acknowledging the filing, (2) a receipt for the \$10.00 filing fee paid by check drawn on this firm, (3) the enclosed copy of this letter and (4) the original and five copies of the document (retaining one copy for your files) all stamped with your official recordation information.

Very truly yours,


Leann Lloyd
Legal Assistant

ll nd

cc: Alfred C. Dossa, Esq.

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

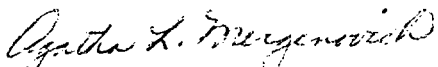
Leann Lloyd
Legal Assistant
Brae Corporation
Four Embarcadero Center
San Francisco, CA 94111

October 1, 1982

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/1/82 at 10:15AM, and assigned re-recording number(s). 12767-F

Sincerely yours,


Agatha L. Mergenovich
Secretary

Enclosure(s)

OCT - 1 1982 - 10 15 AM

INTERSTATE COMMERCE COMMISSION

AGREEMENT TO EXTEND LEASE DATED AS OF FEBRUARY 26, 1982

DATE: August 27, 1982

PARTIES: RAILEASE Inc, a Washington Corporation, 777-106th Avenue, N.E., Bellevue, Washington 98004 ("Lessor") and The Denver and Rio Grande Western Railroad Company, 1 Park Central, 1515 Arapahoe Street, Denver, Colorado 80202 ("Lessee").

RECITALS:

- A. Lessor and Lessee entered into a Lease Agreement dated as of February 26, 1982 (the "Lease") the term of which shall expire August 31, 1982.
- B. Lessor and Lessee desire to extend the term of the lease for an additional period of six months.
- C. In consideration of the premises and the mutual covenants contained herein, the parties agree as follows:

AGREEMENTS:

- 1. Effective Date. This Agreement shall become effective upon the date (the "Effective Date") on which the original lease expires, September 1, 1982.
- 2. Term. The term of this Lease shall commence upon the Effective Date and shall continue for a period of six months from such date.
- 3. Additional Terms. Lessor and Lessee hereby agree that all terms and conditions contained in the Lease except to the extent modified by this Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement to Extend the Lease as of the date first above written.

DENVER AND RIO GRANDE WESTERN
RAILROAD COMPANY

By W. J. Holtman
Printed Name W. J. HOLTMAN
Title President

RAILEASE INC

By Robert W. Dickey
Printed Name ROBERT W. DICKEY
Title Chairman & President

STATE OF Colorado

COUNTY OF Denver

)
) ss.
)

On this 7th day of September, 19 82, before me personally appeared W. J. Holtzman, to me personally known, who, being by me duly sworn, did depose and say that he is the President of The Denver & Rio Grande Western RR Co., the corporation which executed the above instrument, that he signed his name to the above instrument by authority of the Board of Directors of said corporation; and that he acknowledged that the execution of the above instrument was the free act and deed of such corporation.

Dale F. Marchant
Notary Public

[seal]

My Commission Expires: July 10, 1983

STATE OF Washington

COUNTY OF King

)
) ss.
)

On this 30th day of September, 19 82, before me personally appeared Robert W. Dickey, to me personally known, who, being by me duly sworn, did depose and say that he is the Chairman & President of RAVEASE INC, the corporation which executed the above instrument, that he signed his name to the above instrument by authority of the Board of Directors of said corporation; and that he acknowledged that the execution of the above instrument was the free act and deed of such corporation.

Barbara Kerstetter
Notary Public

[seal]

My Commission Expires: 7-24-85